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*Proposed Attorneys for Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the lead case,
No. 19-30088 (DM)*

Bankruptcy Case
No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

**STIPULATION BETWEEN DEBTORS
AND OFFICIAL COMMITTEE OF
UNSECURED CREDITORS EXTENDING
TIME TO RESPOND TO MOTION TO
APPROVE SHORT-TERM INCENTIVE
PLAN**

[No Hearing Requested]

1 This stipulation and agreement for order (“**Stipulation and Agreement for Order**”) is
2 entered into by PG&E Corporation and Pacific Gas and Electric Company, as debtors and
3 debtors in possession (collectively, the “**Debtors**”), on the one hand, and the Official Committee
4 of Unsecured Creditors (the “**Creditors Committee**”) on the other. The Debtors and the
5 Creditors Committee are referred to in this Stipulation and Agreement for Order collectively as
6 the “**Parties**,” and each as a “**Party**.” The Parties hereby stipulate and agree as follows:

7 **RECITALS**

8 A. On March 6, 2019, the Debtors filed the *Motion of Debtors Pursuant to 11 U.S.C.*
9 *§§ 105(a), 363, and 503(c) for Entry of an Order Approving (I) Short-Term Incentive Plan and*
10 *(II) Granting Related Relief* [Dkt No. 782] (the “**STIP Motion**”), which is set for a hearing
11 before the Court at 9:30 a.m. on March 27, 2019. Any response or opposition to the STIP
12 Motion is due by 4:00 p.m. (Pacific Time) March 20, 2019.

13 B. Proposed counsel for the Creditors Committee has requested, and proposed
14 counsel for the Debtors has agreed, that the time for the Creditors Committee to respond to the
15 STIP Motion be further extended.

16 **NOW, THEREFORE, UPON THE FOREGOING RECITALS, WHICH ARE**
17 **INCORPORATED AS THOUGH FULLY SET FORTH HEREIN, IT HEREBY IS**
18 **STIPULATED AND AGREED, BY AND BETWEEN THE PARTIES, THROUGH THE**
19 **UNDERSIGNED, AND THE PARTIES JOINTLY REQUEST THE COURT TO ORDER,**
20 **THAT:**

21 1. The time for the Creditors Committee to file and serve any response or
22 opposition to the STIP Motion is extended through 4:00 p.m. (Pacific Time) on March 28, 2019.

23 *[Signatures on next page]*
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Dated: March 19, 2019

KELLER & BENVENUTTI LLP

/s/ Jane Kim

Jane Kim

*Proposed Attorneys for Debtors
and Debtors in Possession*

Dated: March 19, 2019

MILBANK LLP

/s/ Thomas R. Kreller

Thomas R. Kreller

*Proposed Attorneys for Official Committee
of Unsecured Creditors*